

**Exhibit C**

Rule 2016 Statement

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:

CII PARENT INC.,

Debtor.<sup>1</sup>

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Chapter 11

Case No. 22-11345 (LSS)

**STATEMENT OF MORRIS, NICHOLS, ARSHT & TUNNELL LLP PURSUANT TO  
11 U.S.C. § 329, FED. R. BANKR. 2016, AND DEL. BANKR. L.R. 2016-1**

Morris, Nichols, Arsht & Tunnell LLP (“Morris Nichols”) pursuant to section 329 of Title 11 of the United States Code, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and Rule 2016-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware, respectfully states as follows:

1. Morris Nichols is the proposed bankruptcy co-counsel for the above-captioned debtor and debtor in possession (the “Debtor”) in this chapter 11 case.

2. This Statement is made and submitted in connection with the *Debtor’s Application for Entry of an Order under 11 U.S.C. §§ 327(a), 328(a), and 1107(b), Fed. R. Bankr. P. 2014 and 2016, and Del. Bankr. L.R. 2014-1 and 2016-1, Authorizing Retention and Employment of Morris, Nichols, Arsht & Tunnell LLP as Bankruptcy Co-Counsel for the Debtor Nunc Pro Tunc to the Petition Date* (the “Application”).<sup>2</sup>

3. The Debtor has agreed to pay Morris Nichols for the legal services rendered or to be rendered on the Debtor’s behalf by Morris Nichols attorneys and paralegals, which include

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<sup>1</sup> The last four digits of Debtor CII Parent, Inc.’s tax identification number are 4706. The location of the Debtor’s service address for purposes of this chapter 11 case is 21 Custom House Street, Boston, Massachusetts 02110.

<sup>2</sup> Capitalized terms not defined in this Statement are defined in the Application.

those services set forth in the Application. The Debtor also has agreed to reimburse Morris Nichols for its actual and necessary expenses incurred in connection with this chapter 11 case.

4. Morris Nichols was retained by the Debtor under an advance payment retainer pursuant to an engagement letter executed by the Debtor on December 26, 2022 (the “Engagement Agreement”).

5. Prior to the initiating this chapter 11 case, Morris Nichols received an advance payment retainer of \$50,000.00 on December 27, 2022. As a result, Morris Nichols currently holds a balance of \$50,000.00 as an advance payment for services to be rendered and expenses to be incurred in connection with its representation of the Debtor (the “Advance Payment”).

6. Morris Nichols has not been paid any other compensation by the Debtor within the ninety days before the Petition Date and Morris Nichols is not a creditor of the Debtor.

7. As promptly as practicable after all fees and charges that accrued prior to the chapter 11 case have been finally posted (the “Final Billed Amount”), Morris Nichols will issue a final billing statement (the “Final Billing Statement”) for the actual fees, charges, and disbursements for the period prior to the chapter 11 case. The Final Billed Amount (net of payments received) shall be paid from the Advance Payment and the balance, if any, will be held as a postpetition advance payment to be applied against any unpaid fees and expenses approved by the Court with respect to Morris Nichols’s final fee application in this case.

8. Morris Nichols will seek approval of payment of compensation upon its filing of applications for allowance of interim or final compensation pursuant to sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules and any applicable orders of this Court.

9. All filing fees in this chapter 11 case have been paid.

10. Morris Nichols further states that it has neither shared nor agreed to share (a) any compensation it has received or may receive with another party or person, other than with the partners, counsel and associates of Morris Nichols, or (b) any compensation another person or party has received or may receive.

Dated: January 26, 2023

**MORRIS, NICHOLS, ARSHT & TUNNELL LLP**

/s/ Robert J. Dehney

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*Proposed Co-Counsel to the Debtor and Debtor in Possession*